

STATE OF MAINE
PUBLIC UTILITIES COMMISSION

Docket No. 98-585

September 1, 1998

UTILITIES INCORPORATED
Request for Approval
of Reorganization (§708)

ORDER APPROVING
REORGANIZATION

WELCH, Chairman; NUGENT, Commissioner

On July 30, 1998, China Telephone Company, Maine Telephone Company and Standish Telephone Company (the companies), which are the telephone utility subsidiaries of Utilities Incorporated (UI), requested approval of a corporate reorganization. The proposed reorganization involves the transfer of shares of stock of an affiliated non-utility company, Telephone Service Company (TSC) between family members. This Order approves the request.

TSC is an affiliate of the UI Companies as defined by 35-A M.R.S.A. (§707) because George Twombly currently owns more than 10% of the common shares of both TSC and UI. George Twombly and his wife Marjorie Twombly propose to transfer a total of 1,084 shares of TSC stock to their son, Mark Twombly under this reorganization. This represents roughly 30% of the 3,662 shares of outstanding TSC stock.

As TSC is not itself a utility, the proposed transfer of ownership does not negatively impact the interests of the ratepayers or shareholders of the utility affiliates of UI.¹ We therefore approve the reorganization as proposed. Our approval does not affect our jurisdiction over the UI companies or over the relationship between the UI companies and TSC.

Accordingly, we:

O R D E R

1. That George and Marjorie Twombly may transfer 1,084 shares of the common stock of Telephone Service Company to their son Mark Twombly as requested.

¹ The sale of UI, including TSC, to a third party is currently pending in Docket No. 98-308.

2. That a copy of this Order be mailed to interested parties and this Docket be closed.

Dated at Augusta, Maine, this 1st day of September, 1998.

BY ORDER OF THE COMMISSION

Dennis L. Keschl
Administrative Director

COMMISSIONERS VOTING FOR: Welch
 Nugent

NOTICE OF RIGHTS TO REVIEW OR APPEAL

5 M.R.S.A. § 9061 requires the Public Utilities Commission to give each party to an adjudicatory proceeding written notice of the party's rights to review or appeal of its decision made at the conclusion of the adjudicatory proceeding. The methods of review or appeal of PUC decisions at the conclusion of an adjudicatory proceeding are as follows:

1. Reconsideration of the Commission's Order may be requested under Section 1004 of the Commission's Rules of Practice and Procedure (65-407 C.M.R.110) within 20 days of the date of the Order by filing a petition with the Commission stating the grounds upon which reconsideration is sought.
2. Appeal of a final decision of the Commission may be taken to the Law Court by filing, within 30 days of the date of the Order, a Notice of Appeal with the Administrative Director of the Commission, pursuant to 35-A M.R.S.A. § 1320(1)-(4) and the Maine Rules of Civil Procedure, Rule 73, et seq.
3. Additional court review of constitutional issues or issues involving the justness or reasonableness of rates may be had by the filing of an appeal with the Law Court, pursuant to 35-A M.R.S.A. § 1320(5).

Note: The attachment of this Notice to a document does not indicate the Commission's view that the particular document may be subject to review or appeal. Similarly, the failure of the Commission to attach a copy of this Notice to a document does not indicate the Commission's view that the document is not subject to review or appeal.